



Plaintiffs PPC Energy, LP and Priest Petroleum Corporation (collectively, “Plaintiffs”) seek, among other things, findings that Select has breached an Asset Purchase Agreement (“APA”) approved by this Court’s *Order (I) Approving (A) the Sale of the Water Logistics Business of the Debtors Free and Clear of all Liens, Claims, Interests, and Encumbrances and (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (II) Granting Related Relief* [Docket No. 438] (the “Sale Order”) as well as declarations of the parties’ rights and obligations under the APA. *See* Exhibit A-2, Plaintiffs’ Original Petition in the Removed Action, at §§ IX, X, and XII.

### **THE PARTIES**

2. Plaintiffs PPC Energy, LP and Priest Petroleum Corporation are represented by Harris, Finley, & Bogle, P.C. The following attorneys represent Plaintiffs:

Michael K. Reer (mreer@hfblaw.com)  
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4. Defendant Select has been served in the Removed Action and is represented by Vinson & Elkins LLP. The following attorneys represent Select.

Jordan W. Leu (jleu@velaw.com)  
Thomas P. Mitsch (tmitsch@velaw.com)  
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### **DOCUMENTS FROM REMOVED ACTION**

5. Under FED. R. BANKR. P. 9027(e)(2) and LOCAL BANKRUPTCY RULE 9027-1(b), Select includes the following under the attached Exhibit A: (A-1) the docket sheet in the Removed Action; and (A-2) a copy of all pleadings in the Removed Action.

### **REMOVAL IS TIMELY**

6. Removal is timely under 28 U.S.C. § 1446(b) and FED. R. BANKR. P. 9027(a)(3) because this notice is filed within 30 days of Select's receipt of the initial pleading setting forth the claim for relief upon which the Removed Action is based.

### **THE VENUE REQUIREMENT IS MET**

7. The venue requirement is met under 28 U.S.C. §§ 1441(a) and 1452(a) and FED. R. BANKR. P. 9027(a)(1) because this Court is the United States Bankruptcy Court for the district and division in which the Removed Action was pending.

### **JURISDICTION EXISTS**

8. Removal of the Removed Action is proper under 28 U.S.C. §§ 1441(a) and 1452(a) because the claims being removed are pending in "a civil action other than a proceeding before the United States Tax Court or a civil action by a governmental unit to enforce such governmental unit's police or regulatory power" and this Court has subject matter jurisdiction under 28 U.S.C. § 1334 and, solely to the extent necessary, 28 U.S.C. § 1367.

9. The Removed Action is a civil action for which federal subject matter jurisdiction exists under 28 U.S.C. § 1334(b) because it "aris[es] in" or, alternatively, is "related to" the chapter 11 bankruptcy cases jointly administered as *In re: Basic Energy Services, Inc., et al.*, No. 21-90002-DRJ-11, United States Bankruptcy Court for the Southern District of Texas, Houston Division, and accordingly may be removed to this Court under 28 U.S.C. §§ 1441, 1446, and 1452. *See* FED. R. BANKR. P. 9027; LOCAL BANKRUPTCY RULE 9027-1; *see also* Sale Order, ¶ 26

(retaining jurisdiction “to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of [the Sale Order]”). In addition, and solely to the extent necessary, Plaintiff’s purported claims for negligence and gross negligence are subject to this Court’s supplemental jurisdiction because they are so related to Plaintiff’s other claims that they form part of the same case or controversy. *See* 28 U.S.C. § 1367(a); *see also* Exhibit A-2, Plaintiffs’ Original Petition in the Removed Action, at §§ VII and VIII.

10. Under FED. R. BANKR. P. 9027(a)(1), Select consents to entry of final orders or judgment in the Removed Action by the Bankruptcy Court.

### **FILING OF REMOVAL PAPERS**

11. Under 28 U.S.C. § 1446(d) and FED. R. BANKR. P. 9027(b)-(c), written notice of the removal of this action is simultaneously being given to Plaintiff’s counsel, and a Notice to the Clerk of Removal is simultaneously being filed with the 157<sup>th</sup> Judicial District Court, Houston County, Texas. A true and correct copy of the form of this Notice is attached as Exhibit B.

### **CONCLUSION**

Defendant Select removes the above-captioned action from the 157<sup>th</sup> Judicial District Court, Houston County, Texas, to this Court.

Respectfully submitted,

/s/ Jordan W. Leu

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*Attorneys for Defendant*

### **CERTIFICATE OF SERVICE**

I certify that on September 18, 2023, a true and correct copy of the foregoing instrument was served on all counsel of record using the Court's electronic filing system and by email to:

Michael K. Reer:

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Desireé M. Malone:

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James E. Key:

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/s/ Thomas P. Mitsch

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